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VITOP GROUP LIMITED

(天年集團有限公司*)

(Formerly known as Vitop Bioenergy Holdings Limited 天年生物控股有限公司)
(Incorporated in Cayman Islands with limited liability)*

(Stock Code: 1178)

**SUPPLEMENTAL AGREEMENT IN RESPECT OF
THE DISCLOSEABLE TRANSACTION IN RELATION TO
THE ACQUISITION OF THE TARGET COMPANIES**

Reference is made to the announcement (the “**Announcement**”) of Vitop Group Limited (the “**Company**”) dated 3 May 2016 with respect to, among others, the discloseable transaction in relation to the acquisition of the Target Companies and the announcement (the “**Extension Announcement**”) of the Company dated 31 May 2016 in relation to the extension of the Long Stop Date under the SPA. Unless the context requires otherwise, capitalized terms used herein shall bear the same meanings as defined in the Announcement.

As disclosed in the Extension Announcement, the parties to the Cooperation Agreement entered into a supplemental agreement (the “**Supplemental Agreement**”) on 31 May 2016 to extend the Long Stop Date from 31 May 2016 to 29 July 2016 (or such later date as may be mutually agreed between the Purchaser and the Vendor). If all conditions precedent to Completion (the “**Conditions Precedent**”) are not satisfied (or waived, as the case may be) on or before the Long Stop Date (i.e. 29 July 2016), the Vendor and the Purchaser shall be released from their respective obligations under the SPA.

As additional time is required by parties to the SPA to fulfil certain Conditions Precedent, the Purchaser and the Vendor entered into a second supplemental agreement (the “**Supplemental Agreement**”) on 29 July 2016 (after trading hours) whereby the parties agreed to extend the Long Stop Date from 29 July 2016 to 12 August 2016 (or such later date as may be agreed between the Purchaser and the Vendor).

The Board considers the extension of the Long Stop Date will provide sufficient time for the parties to the SPA to fulfil all the outstanding Conditions Precedent and is therefore in the interests of the Company and the Shareholders as a whole.

* For identification purpose only

Save as disclosed above, all other terms and conditions of the SPA shall remain unchanged and continue in full force and effect.

By order of the Board
Vitop Group Limited
Xu Zhifeng
Executive Director

Hong Kong, 30 July 2016

As at the date of this announcement, the Board comprises Mr. Xu Zhifeng, Mr. Chan Shun Yee, Mr. Liu Min as Executive Directors; Mr. Chau Yu-Lung Jimmy as Non-executive Director; and Mr. Su Rujia, Mr. Wong Tat Yan Paul and Ms. Zhu Yanzhou as Independent Non-executive Directors.